

Exhibit B

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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TARA RANIERE, NICHOL BODDEN, and
MARK A. VOSBURGH, on behalf of themselves
individually and on behalf of all similarly-situated
persons,

Plaintiffs,

v.

CITIGROUP INC., CITIBANK, N.A., and
CITIMORTGAGE INC.,

Defendants.
-----X

Civil Action No.
No. 11-cv-2448 (RWS) (AJP)

NOTICE OF PENDENCY

**IMPORTANT NOTICE
ADVISING YOU OF
YOUR LEGAL RIGHTS**

TO: All current and former employees of **CITIGROUP INC., CITIBANK, N.A., and CITIMORTGAGE INC.**, (collectively, “Defendants” or “Citi”), who were employed at any time from a date three years prior to the filing of this action on April 8, 2011 to the present for such Citi employees who worked outside of New York state (the “FLSA Collective Period”) and from a date six years prior to the filing of this action to the present for such Citi employees who worked inside New York state (the “New York Class Period”) as Home Lending Specialists, Loan Consultants and/or any other similar positions who were not paid overtime compensation for all hours worked in excess of 40 hours per week.

RE: Fair Labor Standards Act (“FLSA”) collective action filed against Defendants.

I. INTRODUCTION

The purpose of this Notice is (i) to inform you of the existence of a collective action lawsuit; (ii) to advise you of how your rights may be affected by this action; and (iii) to inform you of the procedure to make a claim if you choose to do so.

This Notice has been judicially approved. The Court, however, has not made any rulings or determinations of any kind on the merits of Plaintiffs’ or Defendants’ positions.

II. DESCRIPTION OF THE ACTION

On April 8, 2011, an action was filed against the above Defendants by a group of their former employees on behalf of themselves and all other All Home Lending Specialists, Loan Consultants and/or any other similar positions who were not paid overtime compensation for all hours worked in excess of 40 hours per week during the FLSA Collective and New York Class

Periods. Defendants deny all charges of wrongdoing and/or liability to Plaintiffs. This lawsuit was brought in the United States District Court for the Southern District of New York and is currently in the early pretrial stage.

II. PERSONS ELIGIBLE TO RECEIVE THIS NOTICE

The United States District Court for the Southern District of New York has ordered this FLSA Notice of Pendency be distributed to:

All Home Lending Specialists, Loan Consultants and/or any other similar positions who were not paid overtime compensation for all hours worked in excess of 40 hours per week during the FLSA Collective and New York Class Periods.

III. YOUR RIGHT TO PARTICIPATE IN THIS LAWSUIT

If you fit the description above and believe that Defendants failed to pay you overtime wages for hours worked in excess of 40 hours per week, you may choose to join this action by mailing, faxing or emailing the attached "Plaintiff Consent Form" to Plaintiffs' counsel at the following address:

Scott B. Gilly, Esq.
Thompson Wigdor & Gilly LLP
85 Fifth Avenue
New York, NY 10003
Phone: (212) 257-6800
Fax: (212) 257-6845
Email: sgilly@twglaw.com
Website: www.twglaw.com

The "Plaintiff Consent Form" must be returned to Thompson Wigdor & Gilly LLP, attorneys for Plaintiffs, **postmarked no later than _____, 2011** [90 DAYS FROM DATE OF MAILING].

If you do not wish to join this action, you should not return the attached Plaintiff Consent Form, and you should simply take no action.

IV. EFFECT OF JOINING OR NOT JOINING THIS LAWSUIT

It is entirely your own decision whether or not to join this lawsuit. You are not required to take any action unless you so desire.

If you do choose to join this action, you and Plaintiffs will be bound by any ruling, judgment, award or settlement, whether favorable or unfavorable. That means that, if Plaintiffs (and others who choose to join them, if any) win, you may be eligible to receive a payment; if they lose, no money will be awarded, and you will not be able to file another lawsuit regarding the disputed hours of work and amount of wages paid.

If you do not join this action, you will not be bound by any ruling, judgment, award or settlement entered in this case, favorable or unfavorable. That means that, if Plaintiffs (and others who choose to join them, if any) win, you will not be eligible to receive a payment; if they lose, you will not be bound by that judgment. If you choose not to join this lawsuit, you retain the rights, if any, that you may have under the Fair Labor Standards Act, and you are free to file your own lawsuit, although the time for doing so may expire.

If you file a “Plaintiff Consent Form,” your continued right to participate in this action will depend upon a later decision by the Court that you and the named Plaintiffs are actually “similarly situated” in accordance with applicable laws, that it is appropriate for this case to proceed as a collective action, and that your claim has been filed within the applicable statute of limitations.

If you choose to opt in by filing a “Plaintiff Consent Form” while the suit is pending, you may be required to provide documents and information, appear for and testify under oath at a deposition, and testify in federal court in New York, New York.

V. PROTECTIONS AGAINST RETALIATION

The law prohibits an employer from retaliating against people who exercise their rights under the FLSA. Defendants are, therefore, prohibited from discharging or retaliating in any manner against you because you chose to participate in this action.

You have a right to participate in this lawsuit even if you are an undocumented alien. Defendants will **not** be permitted to make any inquiries into your immigration status.

VII. YOUR LEGAL REPRESENTATION IF YOU JOIN

If you elect to join this case by filing a “Plaintiff Consent Form,” you may choose to be represented by counsel of your own selection, or you may agree to representation by Plaintiffs’ counsel.

Plaintiffs’ counsel is as follows:

Scott B. Gilly, Esq.
Thompson Wigdor & Gilly LLP
85 Fifth Avenue
New York, NY 10003
Phone: (212) 257-6800
Fax: (212) 257-6845
Email: sgilly@twglaw.com
Website: www.twglaw.com

Plaintiffs’ counsel is being paid on a contingency and/or statutory basis, which means that if there is no recovery in this action, Plaintiffs and members of the Proposed Class who choose to

be represented by Plaintiffs' counsel will not be required to pay any attorneys' fees. If there is a recovery, Plaintiffs' counsel will receive a part of any settlement obtained or money judgment entered in favor of Plaintiffs and the Proposed Class that they also represent. Plaintiffs' counsel will, however, ask the Court to order Defendants to pay these fees. The specific terms and conditions of your legal representation will be contained in a fee agreement entered into by you and the attorneys you choose to represent you.

VIII. FURTHER INFORMATION

Further information about this lawsuit or this notice can be obtained by contacting Plaintiffs' counsel at the address or telephone number provided above.

Do **not** call the Court or the Clerk of the Court.

IX. CONCLUSION

THIS NOTICE AND ITS CONTENT HAVE BEEN AUTHORIZED BY THE UNITED STATES DISTRICT COURT FOR THE SOUTHERN DISTRICT OF NEW YORK, THE HONORABLE ROBERT W. SWEET, UNITED STATES DISTRICT COURT JUDGE. THE COURT HAS MADE NO DECISION IN THIS CASE ABOUT THE MERITS OF PLAINTIFFS' CLAIMS OR OF DEFENDANTS' DEFENSES.

Dated: _____

The Honorable Robert W. Sweet
United States District Judge

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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TARA RANIERE, NICHOL BODDEN, and	:
MARK A. VOSBURGH, on behalf of themselves	:
individually and on behalf of all similarly-situated	:
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Plaintiffs,	:
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v.	:
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CITIGROUP INC., CITIBANK, N.A., and	:
CITIMORTGAGE INC.,	:
	:
Defendants.	:
	:
	:
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Civil Action No.
No. 11-cv-2448 (RWS) (AJP)

**PLAINTIFF CONSENT
FORM**

I hereby consent to join as a plaintiff in the above-named case seeking damages and other relief that may be appropriate against CITIGROUP INC., CITIBANK, N.A., and/or CITIMORTGAGE INC. for their alleged violations of the Fair Labor Standards Act, and designate the named plaintiffs as my agent to make decisions on my behalf concerning the lawsuit, the method and manner of conducting the lawsuit, entering into an agreement with the named plaintiffs' counsel concerning attorneys' fees and costs, entering into a settlement agreement with the defendants, and all other matters pertaining to this lawsuit. I understand that by filing this Plaintiff Consent Form, I will be bound by the judgment of the Court on all issues in the case.

Print Name

Signature

Address

Date

City, State, Zip Code

Mail, Fax, or Email to:

Phone Number

**Scott B. Gilly
Thompson Wigdor & Gilly LLP
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New York, NY 10003
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Email Address